

14643-A  
B/10

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD\*  
CARL C. DAVIS\*  
CHARLES T. KAPPLER  
JOHN H. DOYLE\*  
GEORGE JOHN KETO\*  
MILTON C. GRACE\*  
JAMES C. MARTIN, JR.\*

\*NOT A MEMBER OF D.C. BAR  
\*ALSO ADMITTED IN NEW YORK  
\*ALSO ADMITTED IN OHIO  
\*ALSO ADMITTED IN MARYLAND

LAW OFFICES  
ALVORD AND ALVORD

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TELEX  
440367 AND A

RECORDATION NO. 14643-A  
Filed & Recorded

MAR 17 1987 3-25 AM

INTERSTATE COMMERCE COMMISSION

7-076A070

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Washington, D.C.

MAR 17 1987

10:00.....

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. §11303(a) is a Lease Termination Agreement dated February 17, 1987, a secondary document, which relates to a Railcar Operating Lease Agreement dated as of October 22, 1984, filed and recorded on May 6, 1985 and assigned Recordation Number 14643.

The names and addresses of the parties executing the enclosed document are:

Lessor: American Leasing Investors  
733 Third Avenue  
New York, New York 10017

Lessee: Northwestern Oklahoma Railroad Co.  
125 East Lake Street  
Bloomington, Illinois 60108

Assignee(\*): Harriscorp Leasing, Inc.  
111 West Monroe Street  
Chicago, Illinois 60108

\* Under a Security Agreement dated as of August 15, 1979 (Recordation Number 10870).

A description of the railroad equipment covered by the enclosed document is sixty-one (61) 100-ton, 4650 cubic foot capacity, National Steel Car Corporation steel tank hopper cars marked NOKL 14165 through NOKL 14168, NOKL 14170 through NOKL 14188, NOKL 14190 through NOKL 14215 and NOKL 14217 through NOKL 14228.

*Countersigned*  
*C. T. Kappler*

ICC OFFICE OF  
THE SECRETARY  
MAR 17 3 17 PM '87  
MOTOR OPERATING UNIT

690

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Page Two

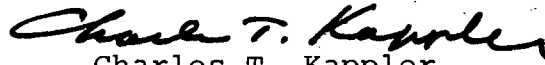
Also enclosed is a check in the amount of \$10 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return the stamped copies of the enclosed document not needed for your files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Lease Termination Agreement dated February 17, 1987 covering sixty-one (61) steel tank hopper cars marked NOKL 14165 through NOKL 14168, NOKL 14170 through NOKL 14188, NOKL 14190 through NOKL 14215 and NOKL 14217 through NOKL 14228.

Very truly yours,

  
Charles T. Kappler

Enclosures

RECORDATION NO. 14643-A Filed & Recorded

MAR 17 1987 3-2 5 AM

CN\_RLSE5/WHH

INTERSTATE COMMERCE COMMISSION

LEASE TERMINATION AGREEMENT

American Leasing Investors, as lessor (the "Lessor"), Northwestern Oklahoma Railroad Co., as lessee (the "Lessee") and Harriscorp Leasing, Inc. as assignee (the "Assignee") do hereby (1) terminate that certain Railcar Operating Lease Agreement dated October 22, 1984 between Lessor and Lessee and recorded by the Interstate Commerce Commission ("ICC") on May 6, 1985 under Recordation Number 14643, (the "Lease"), which Lease was assigned to Assignee pursuant to a Security Agreement dated as of August 15, 1979 between Lessor and Assignee and recorded by the ICC on October 9, 1979 under Recordation Number 10870, and (2) release sixty-one (61) 100-ton, 4650-cubic foot capacity, National Steel Car Corporation steel tank hopper cars marked NOKL 14165 through NOKL 14168, NOKL 14170 through NOKL 14188, NOKL 14190 through NOKL 14215 and NOKL 14217 through 14228, inclusive, from all of the terms and conditions of the Lease.

Dated this 17th day of February, 1987.

**AMERICAN LEASING INVESTORS,**

as Lessor

By: ALI Management Corp.,  
Managing General Partner

By: Walter H. Hinton II  
Its: Vice President

Attest:

Donna C. Becht  
Witness

**NORTHWESTERN OKLAHOMA RAILROAD CO.,**  
as Lessee

By: Don M. Johnson  
Its: EXEC. VICE PRESIDENT

Attest:

Phillip J. Farnsworth  
Witness

**HARRISCORP LEASING, INC.**  
as Assignee

By: W. F. Johnson  
Its: V. P. & C. MAN

Attest:

Karen M. Miller  
Witness

ACKNOWLEDGMENT

STATE OF NEW YORK )

SS.:

COUNTY OF NEW YORK )

On this 17<sup>th</sup> day of February, 1987, before me personally appeared Walter H. Hinton II, to me personally known, who being by me duly sworn, says that he is Vice President of ALI Management Corp., which is the Managing General Partner of American Leasing Investors, a Connecticut limited partnership, and that the foregoing instrument was signed on behalf of said partnership by authority of its Managing General Partner, and he acknowledged that the execution of such instrument was the free act and deed of such partnership.

[Seal]

  
Notary Public

ACKNOWLEDGMENT

STATE OF Illinois )

SS.:

COUNTY OF COOK )

On this 20<sup>th</sup> day of February, 1987, before me personally appeared DANIEL M. DONAN - LAUGHLIN, to me personally known, who being by me duly sworn, says that he is EXEC. VICE PRESIDENT of Northwestern Oklahoma Railroad Co., that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of such instrument was the free act and deed of such corporation.

[Seal]

  
Notary Public

My Commission Expires April 25, 1990

ACKNOWLEDGMENT

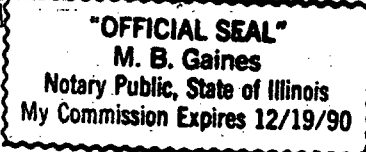
STATE OF Illinois )

SS.:

COUNTY OF Cook )

On this 16th day of March, 1987, before me personally appeared W. L. JOHNSON, to me personally known, who being by me duly sworn, says that he is Vice President & G.M. of Harris Corp. Leasing, Inc., that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of such instrument was the free act and deed of such corporation.

[Seal]



  
Notary Public